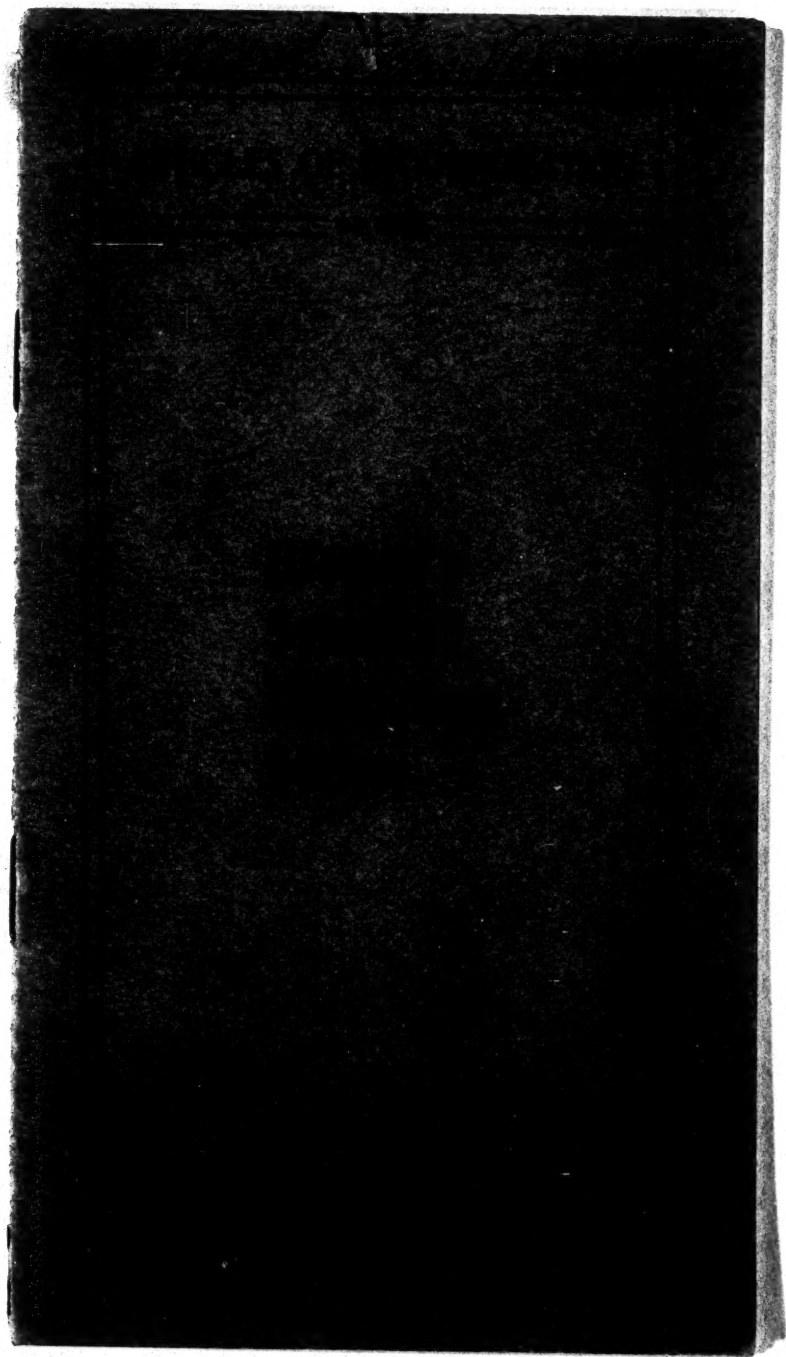




ARTICLES OF INCORPORATION
OF THE
WOMAN'S SYNODICAL MISSIONARY SOCIETY
OF THE
Presbyterian Church in Wisconsin

Articles of Incorporation made and entered into by and between Hannah R. Vedder, Clara D. Merrill, Nettie C. Cleaver, Sarah D. Maynard, Mary E. Weissert, Harriet E. Balding, Jennie A. Manville, and Susan D. Douglass, all of the City and County of Milwaukee, State of Wisconsin; Rebecca W. Jackson, of Janesville; Nancy J. Fairchild and Martha E. Stephenson, of Marinette; Stella A. Fifield, of Ashland; Samantha R. Lapham, of La Crosse; Kitty E. Humphrey, of Hudson; Jessie S. Baker, of Madison; and H. E. Chapin, of Neenah; all of whom are adult persons, residents as above set forth, in the State of Wisconsin, on this 6th day of June, A.D. 1901, under and pursuant to the laws of Wisconsin.

The above named parties, whose names are hereunto subscribed, have associated, and do hereby associate together as a corporation exclusively for benevolent, charitable and educational purposes; that no dividends or pecuniary profits shall ever be made or declared to its members, and said corporation shall be without capital stock.

ARTICLE I.—NAME.

This Society shall be called "The Woman's Synodical Missionary Society of the Presbyterian Church in Wisconsin."

ARTICLE II.—CONSTITUENTS.

It shall consist of all Missionary Societies in the Presbyterian Synod of Wisconsin, and of individuals contributing to the work of the

Synodical Society directly through the Presbyterian Treasurers.

ARTICLE III.—OBJECT.

The object of this Society shall be to do missionary work in the State of Wisconsin and in other states, territories and possessions of the United States and in foreign lands; and in furtherance of this purpose to work in harmony with and in conjunction with the Synod of Wisconsin, the Woman's Missionary Boards of the Presbyterian Church of the United States, and the General Assembly in the United States of America, and to enlarge, strengthen and unify the work of the societies.

ARTICLE IV.—OFFICERS.

Section 1. The officers of this Society shall be a President, fifteen Vice-Presidents, Recording Secretary, Corresponding Secretary, General Secretaries, a Secretary of Missionary Correspondence, Secretary of Christian Endeavor Work, Secretary of Young People's and Sunday School Work, a Secretary of Literature, a Secretary of Freedmen, and a Treasurer; who, with the officers and members of the Milwaukee Societies auxiliary to the Woman's Synodical Missionary Society of the Presbyterian Church in Wisconsin, and the officers of the Presbyterian Societies shall constitute an Executive Committee, seven members of which shall constitute a quorum for the transaction of business.

Sec. 2. There shall also be elected eighteen trustees, which said trustees shall be divided into three classes, and shall be elected so that one-third shall hold office for the term of one year; one-third for the term of two years; and one-third for the term of three years; from October 10th, 1901. All Trustees elected subsequent to the election in October, 1901, shall hold their offices for the term of three years, except when elected or appointed to fill vacancies. When any vacancy occurs, the Executive Committee shall fill the same until the

next annual meeting of the Woman's Synodical Missionary Society of the Presbyterian Church in Wisconsin.

ARTICLE V.—DUTIES OF OFFICERS.

Section 1. The President shall preside at all meetings of the Society and of the Executive Committee, and shall have general supervision of the work.

Sec. 2. The Vice-Presidents shall assist the President in her duties, and preside, upon request, in her absence.

Sec. 3. The Recording Secretary shall keep the minutes of the annual and quarterly meetings; notify new officers of their election, and committees of their appointment; also give notice of regular and special meetings, and shall act as Secretary of the Executive Committee. She shall prepare an annual report for the Woman's Presbyterian Board of Missions of the Northwest.

Sec. 4. The Corresponding Secretary shall attend to all the correspondence of the Society and of the Executive Committee. She shall ascertain quarterly the condition of the auxiliary and presbyterial Societies and report the same at the quarterly meetings of the Executive Committee. She shall notify the Secretaries of the Presbyterian Societies of the time and place of the annual and quarterly meetings, requesting delegates to the same. She shall prepare an annual report for the Woman's Board of Home Missions of the Presbyterian Church.

Sec. 5. The General Secretaries shall attend to such secretarial work as the President or Society may assign to them.

Sec. 6. The duties of the Secretary of Missionary Correspondence shall be to attend to all correspondence with the home and foreign missionaries of the Woman's Presbyterian Boards, and to prepare such correspondence for the use of the auxiliary societies.

Sec. 7. The duty of the Secretary of Chris-

tian Endeavor Work shall be to attend to all correspondence with the Christian Endeavor societies of the Presbyterian Church in Wisconsin.

Sec. 8. The duties of the Secretary of Young People's and Sunday School Work shall be to look after the young people, organize societies, interest them and the Sunday School in missionary work, and to attend to correspondence in relation to the same.

Sec. 9. The duty of the Secretary of Literature shall be to secure the appointment of a Secretary of Literature in each auxiliary society, who shall obtain subscriptions to the Missionary publications of the Presbyterian Boards and attend to the distribution of Missionary Literature.

Sec. 10. The duty of the Secretary of Freedmen shall be to attend to all correspondence relative to missionary work among the Freedmen.

Sec. 11. The duties of the Treasurer shall be to receive legacies and moneys for the expenses of this Society and for the objects for which it is formed, and to disburse the same as the Executive Committee shall direct.

ARTICLE VI.—ANNUAL MEETINGS.

Section 1. The Annual Meeting of this Society shall be held at the time and place of the meeting of the Synod of the Presbyterian Church in Wisconsin (unless otherwise determined by the Executive Committee) when the officers shall be elected, reports made of the progress of the work, and the condition of the Treasury, and such business transacted as the condition of the Society may require.

Sec. 2. Each auxiliary society shall be entitled to three delegates to the Annual Meeting, one of which shall be its Secretary.

ARTICLE VII.—ELECTION OF OFFICERS.

Section 1. All members of auxiliaries in attendance at the Annual Meeting, shall have

the privilege of voting on the election of officers and on all constitutional questions, a majority of the votes cast being necessary to the election of officers and a two-thirds vote being required on constitutional amendments.

Sec. 2. Thirty members shall constitute a quorum at any Annual Meeting.

Sec. 3. The officers of this Society shall be nominated by a committee, consisting of one member from each Presbytery, to be appointed by the chair; and shall be elected by ballot.

ARTICLE VIII.—CONTINGENT FUND.

The expenses of this Society shall be raised by a collection taken at each Annual Meeting and an assessment levied pro rata upon the auxiliary societies.

ARTICLE IX.—AMENDMENTS.

The constitution may be amended at any meeting of the Society by a two-thirds vote of the members present and voting, notice of such amendments having been given to the auxiliary societies.

In witness whereof we have hereunto set our hands and seals this 6th day of June, A.D. 1901.

HANNAH R. VEDDER	(Seal),
NETTIE C. CLEAVER	(Seal),
SARAH D. MAYNARD	(Seal),
MARY E. WEISSERT	(Seal),
SUSAN D. DOUGLASS	(Seal),
REBECCA W. JACKSON	(Seal),
JENNIE A. MANVILLE	(Seal),
HARRIET E. BALDING	(Seal),
NANCY J. FAIRCHILD	(Seal),
MARTHA E. STEPHENSON	(Seal),
STELLA A. FIFIELD	(Seal),
H. E. CHAPIN	(Seal),
SAMANTHA R. LAPHAM	(Seal),
KITTY E. HUMPHREY	(Seal),
JESSIE S. BAKER	(Seal),
CLARA D. MERRILL	(Seal).

BY-LAWS

ARTICLE I.—EXECUTIVE COMMITTEE.

Section 1. The Executive Committee shall meet quarterly on the first Wednesday morning of June, September, December and March, and at the call of the President.

Sec. 2. The duties of the Executive Committee shall be to transact all necessary business of this Society; to make all arrangements for its annual meeting, and to fill vacancies in the Board of Officers occurring between the annual meetings.

ARTICLE II.—EXPENSES OF DELEGATES.

The expense of one delegate to the Annual Meetings of the Missionary Boards may be met from the Contingent Fund of this Society.

ARTICLE III.—COMMITTEES.

The standing committees of this Society shall be:

1. Home Missions in Wisconsin.
2. Domestic Missions and Church Aid.
3. Presbyterian Societies.
4. Articles of Incorporation and By-Laws.
5. Railroads.
6. Nominations.
7. Committee on Annual and Quarterly Meetings, which shall consist of the Vice-Presidents resident in Milwaukee, who shall provide places and programs for these meetings.
8. Committee for consultation consisting of the Board of Trustees, which board shall have charge of all legacies, gifts and instruments, subject to the approval of the Executive Committee. Six members of this Board shall constitute an auditing committee.
9. Committee on Resolutions.
10. Committee on Plan of Work.

ARTICLE IV.—PRESBYTERIAL SOCIETIES.

Each Presbyterian Missionary Society shall elect its own officers and shall report the result of such election at the Annual Synodical Meeting through its Presbyterian Secretary.

ARTICLE V.—AUXILIARIES.

This Synodical Missionary Society being auxiliary to the Woman's Board of Home Missions of the Presbyterian Church in the United States of America and to the Woman's Presbyterian Board of Missions of the Northwest, any missionary society may become auxiliary to this society by transmitting its contributions to these boards through its Presbyterian Treasurer.

ARTICLE VI.—AMENDMENTS.

Amendments to these By-Laws may be made at any Annual or Quarterly Meeting by a vote of the majority of its members.

ARTICLE VII.—RULES OF ORDER.

All meetings of the Society, of the Executive Committee and sub-committees shall be governed by Reed's Parliamentary Rules in all cases when they are not inconsistent with the Articles of Incorporation and By-Laws of this Society.

United States of America.

STATE OF WISCONSIN,

DEPARTMENT OF STATE. SS.

To All to Whom these Presents Shall Come—
Greeting:

I, WILLIAM H. FROELICH, Secretary of State of the State of Wisconsin, do hereby certify that a duly certified copy of the original articles of organization of The Woman's Synodical Missionary Society of the Presbyterian Church in Wisconsin, of which the hereto at-

tached is a like verified copy, were on the 29th day of October, A.D. 1901, accepted and filed in the Department of State.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at the Capitol, in the City of Madison, this 29th day of October, A.D. 1901.

WM. H. FROELICH,
Secretary of State.

Seal of the
Secretary of
State.

Form of Bequest

I give and bequeath to the Woman's Synodical Missionary Society of the Presbyterian Church in Wisconsin, incorporated October 29, 1901, the sum of..... dollars for the.....

Residuary Clause

All the rest, residue and remainder of my real and personal estate I devise and bequeath unto the Woman's Synodical Missionary Society of the Presbyterian Church in Wisconsin, incorporated October 29, 1901, for.....

Form of Devise (REAL ESTATE.)

I give and devise unto the Woman's Synodical Missionary Society of the Presbyterian Church in Wisconsin, incorporated October 29, 1901, all..... with the appurtenances in fee simple, for the use and benefit of.....

COPY.
ARTICLES OF INCORPORATION
of the
WOMAN'S SYNODICAL MISSIONARY SOCIETY
of the
Presbyterian Church in Wisconsin.

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Articles on Incorporation made and entered into by and between Hannah R. Vedder, Clara D. Merrill, Nettie C. Cleaver, Sarah D. Maynard, Mary E. Weis-
sert, Harriet E. Balding, Jennie A. Manville and Susan D. Douglass, all of
the City and County of Milwaukee, State of Wisconsin; Rebecca W. Jackson, of
Janesville; Nancy J. Fairchild and Martha E. Stephenson, of Marinette; Stella
A. Fifield, of Ashland; Samantha R. Lapham, of LaCrosse; Kitty E. Humphrey, of
Hudson; Jessie S. Baker, of Madison; and H. E. Chapin, of Neenah; all of whom
are adult persons, residents as above set forth, in the State of Wisconsin,
on this 6th day of June, A.D., 1901, under and pursuant to the laws of Wis-
consin.

The above named parties, whose names are hereunto subscribed, having as-
sociated, and do hereby associate together as a corporation for missionary,
charitable and Christian educational purposes; that no dividends or pecuni-
ary profits shall ever be made or declared to its members.

Article 1--Name.

This Society shall be called "The Woman's Synodical Missionary Soci-
ety of the Presbyterian Church in Wisconsin."

Article 2-- Constituents.

It shall consist of all Missionary Societies in the Presbyterian Synod of
Wisconsin, and of individuals contributing to the work of the Synodical Soci-
ety directly through the Presbyterial Treasurers.

Article 3-- Object.

The object of this Society shall be to do missionary work in the State of
Wisconsin and in other states, territories and possessions of the United
States, and in foreign lands, and in furtherance of this purpose to work under
the direction of the Women's Missionary Boards of the Presbyterian
Church of the United States, and the General Assembly in the United States
America, and in harmony with the Synod of Wisconsin, and to enlarge, s-
n and unify the work of the societies.

Article 4-- Officers.

1. The Officers of this Society shall be:

Presidents, Recording Secretary, Corresponding Secretary, General Secretaries, a Secretary of Missionary Correspondence, Secretary of Christian Endeavor Work, Secretary of Young People's Work, a Secretary of Literature, a Secretary of Freedmen, and a Treasurer; who, with the officers and members of the Milwaukee Societies auxiliary to the Woman's Synodical Society of the Presbyterian Church in Wisconsin, and the officers of the Presbyterian Societies shall constitute a quorum for the transaction of business.

Sec. 2. There shall also be elected eighteen Trustees, which said Trustees shall be divided into three classes, and shall be elected so that one-third shall hold office for the term of one year, one-third for the term of two years, and one-third for the term of three years, except when elected or appointed to fill vacancies. When any vacancy occurs the Executive Committee shall fill the same until the next annual meeting of the Woman's Synodical Missionary Society of the Presbyterian Church in Wisconsin.

Article 5--Duties of Officers.

Sec. 1. The President shall preside at all meetings of the Society and of the Executive Committee, and shall have general supervision of the work.

Sec. 2. The Vice-Presidents shall assist the President in her duties and preside, upon request, in her absence.

Sec. 3. The Recording Secretary shall keep the minutes of the annual and quarterly meetings; notify new officers of their election and committees of their appointment; also give notice of regular and special meetings, and shall act as Secretary of the Executive Committee. She shall prepare an annual report for the Woman's Presbyterian Board of Missions of the Northwest.

Sec. 4. The Corresponding Secretary shall attend to all the correspondence of the Society and of the Executive Committee. She shall ascertain quarterly the condition of the auxiliary and Presbyterian societies and report the same at the quarterly meeting of the Executive Committee. She shall notify the Secretaries of the Presbyterian Societies of the time and place of the annual and quarterly meetings, requesting delegates to the same. She shall prepare an annual report for the Woman's Board of Home Missions of the Presbyterian Church.

Sec. 5. The General Secretaries shall attend to such secretarial work as the President of the Society may assign to them.

Sec. 6. The duties of the Secretary of Missionary Correspondence shall be to attend to all correspondence with the home and foreign missionaries of the Women's Presbyterian Boards, and to prepare such correspondence for the use of the auxiliary societies. *Supported by the Synodical Society*

Sec. 7. The duty of the Secretary of Christian Endeavor Work shall be to attend to all correspondence with the Christian Endeavor Societies of the Presbyterian Church in Wisconsin.

Sec. 8. The duties of the Secretary of Young People's Work shall be to look after the young people, organize societies, interest them in missionary work, and to attend to correspondence in relation to the same.

Sec. 9. The duty of the Secretary of Literature shall be to secure the appointment of a Secretary of Literature in each auxiliary society who shall obtain subscriptions to the Missionary publications of the Presbyterian Board and attend to the distribution of Missionary Literature.

Sec. 10. The duty of the Secretary of Freedmen shall be to attend to all correspondence relative to missionary work among the Freedmen.

Sec. 11. The duties of the Treasurer shall be to receive legacies and moneys for the expenses of this Society and for the objects for which it is formed, and to disburse the same through the Woman's Missionary Boards of the Presbyterian Church.

(III)

Sec. 1. The Annual Meeting of this Society shall be held at the time and place of the meeting of the Synod of the Presbyterian Church in Wisconsin (unless otherwise determined by the Executive Committee), when the officers shall be elected, reports made of the progress of the work, and the condition of the Treasury, and such business transacted as the ~~condition~~ condition of the Society may require.

Sec. 2. Each auxiliary society shall be entitled to three delegates to the Annual Meeting, one of which shall be its Secretary.

Article 7---Election of Officers.

Sec. 1. All members of auxiliaries in attendance at the Annual Meeting, shall have the privilege of voting on the election of officers and on all constitutional questions, a majority of the votes cast being necessary to the election of officers and a two-thirds vote being required on constitutional amendments.

Sec. 2. Thirty members shall constitute a quorum at any Annual Meeting.

Sec. 3. The officers of this Society shall be nominated by a committee, consisting of one member from each Presbytery, to be appointed by the chair; and shall be elected by ballot.

Article 8---Contingent Fund.

The expenses of this Society shall be raised by a collection taken at each Annual Meeting and an offering from the auxiliary societies.

Article 9---Amendments.

The constitution may be amended at any meeting of the Society by a two thirds vote of the members present and voting, notice of such amendments having been given to the auxiliary societies.

In witness whereof we have hereunto set our hands and seals this 6th day of June, A.D. 1901.

HANNAH R. VEDDER	(SEAL)	NANCY J. FAIRCHILD	(SEAL)
NETTIE C. CLEAVER	(SEAL)	MARTHA E. STEPHENSON	(SEAL)
SARAH D. MAYNARD	(SEAL)	STELLA A. FIFIELD	(SEAL)
WETTSERT	(SEAL)	SAMANTHA R. LAPHAM	(SEAL)
SUSAN D. DOUGLASS	(SEAL)	H. E. CHAPIN	(SEAL)
REBECCA W. JACKSON.	(SEAL)	KITTY E. HUMPHREY	(SEAL)
JENNIE A. MANVILLE	(SEAL)	JESSIE E. BAKER	(SEAL)
HARRIET E. BALDING	(SEAL)	CLARA D. MERRILL	(SEAL)
SUSAN M. DREW	(SEAL)		

Copy.

Will of Mrs. Vaughn - Marquis.

I, Emeline E. Vaughn - Marquis of Chicago, Ill., formerly of the city of Ashland, county of Ashland, and State of Wisconsin, being of sound mind and memory, and mindful of the uncertainties of human life, do make, publish and declare my last will and testament in manner following:

First, After the payment of my just debts and funeral expenses, I give, devise and bequeath to my brother John F. Patrick all real estate in the State of California of which I may die seized:

Second: I give, devise and bequeath to James Vaughn, Helena, Montana, the sum of one thousand dollars;

Third: I give, devise and bequeath to Minnie, wife of Henry Tupper, of Ashland Wis., the sum of two thousand dollars.

Fourth: I give, devise and bequeath to Ed. Vaughn of Ashland, Wis., the sum of One Thousand Dollars;

Fifth: Having therefor given in money and lands to Mrs. Leachont, sister of my late husband, Samuel S. Vaughn, the sum of two thousand dollars, and having heretofore given to my brother J. Bartlett Patrick of Baldwin, Wis., various sums aggregating about six thousand dollars in cash, and other gifts, it is my will that nothing further be given to them.

Sixth: I direct that my personal effects and household goods in my dwelling house at Ashland Wis., and other effects therein mentioned be disposed of in accordance with the wishes expressed in the letter of instructions to my executors hereto annexed and made a part of this will, and which letter refers to this paragraph of this my last will;

Seventh: That there may be no possible misunderstanding as to my intentions to release the \$1200. per year reserved to be paid to me

from the receipts of the Vaughn Library property at Ashland, Wis., expenses, and the which is provided for in my deed to the trustees of said association; the said Harry I hereby declare that I have renounced, and do hereby renounce, her natural life any claim to said money or any part thereof, and have in writing duly She shall survive surrendered any right thereto, and I hereby give, devise and bequeath Margins hereinafter to said Vaughn Library Association any and all interests in and to any dollars of my of such moneys or claims against said association herefor, which her natural life may be held in me.

right: I hereby, give, devise and bequeath unto my executor and trustees hereinafter named all the rest and residue of my property at her death the and estate, both real and personal, in whatever it may consist the beneficiaries or wherever situated at the time of my death, in trust for the following Twelve hundred purposes: To have the full charge, management and control there taxes, assessments of and I direct that they shall keep all buildings insured and in said Harry Waller proper state of repair, and collect and receive, the rents, issues and month to the said profits thereof and also my interest money which may become due annually to my and payable on all securities and investments belonging to my executor and trustees estate and to pay the costs of all repairs and maintenance and the Trust: After a annual taxes and assessments that may be levied and assessed Six hundred of upon my estate, and expense of administering said trust out of the the twenty dollar moneys so collected for rents and interest; of the money so collected dollar (1200) per and received for rents and interest aforesaid remaining after paying remaining from the taxes, assessments and expenses aforesaid, I hereby direct said by my estate six hundred dollars (600) to be paid by my said executor and trustees To be divided annuallly to Harry Waller Vaughn during his natural life at such Missions of the Na times and in such manner as they may deem best. Board of Home

In consideration of gifts of valuable real estate already deeded, exceed- " " Aid for ing the sum of 6000. dollars I hereby direct that twenty dollar per per colleges; the month of the income of my estate, after paying taxes, assessments, it a dearth or

ly at Ashland, Wis., expenses, and the six hundred dollars (\$600.-) per annum to be paid to
of said association; the said Harry Wallerson Vaughn, to be paid to said Ella Searles during
do hereby renounce, her natural life by my said executors and trustees and that in case
I have in writing duly she shall survive the said Harry Wallerson Vaughn and Dr. David E.
decease and bequeath Marquis hereinafter mentioned; then I direct that (\$3000.-) three thousand
dollars of my estate to set aside for her use and benefit during
her natural life, should there remain so much on hand, and any
part of said sum should there not be the full amount on hand,
the income of which to be paid to her during her natural life, and
at her death the said three thousand dollars (\$3000.) to be divided among
the beneficiaries hereinafter mentioned, as hereinafter provided for.
Twelve hundred dollars (\$1200.) of the income from my estate after paying
taxes, assessments, expenses, the six hundred (\$600.) dollars per annum to
said Harry Wallerson Vaughn as aforesaid, the twenty (\$20.) dollars per
month to the said Ella Searles as aforesaid, I hereby direct shall be paid
annually to Dr. David E. Marquis during his natural life by my said
executors and trustees, at such times during the year as they may deem best.
First: After the payment of taxes, assessments, expenses, the
six hundred dollars (\$600.) per annum to Harry Wallerson Vaughn,
the twenty dollars (\$20.) per month to Ella Searles, and the twelve hundred
dollars (\$1200) per annum to Dr. David E. Marquis, any surplus
remaining from the income of my estate shall be divided and
paid by my executors and trustees annually as follows: ~~It~~
to be divided equally between the Presbyterian Board of Foreign
Missions of the Northwest, Room 48 Chicago Ill.; the Presbyterian
Board of Home Missions of the State of Wisconsin; the
" " Aid for Freedmen; and the Presbyterian Board of Aid
for colleges; that upon the death of either Harry Wallerson Vaughn,
Ella Searles or Dr. David E. Marquis during the life of either of

the others, then the amount herein provided to be paid, shall after his or her death be paid in equal parts to the said four Boards. #

Upon the death of the survivor of said Harry Wallerson Vaughn, and said David E. Marquis, it is my will, and I direct that my entire estate remaining be disposed of to the best advantage by my said executors and trustees, and converted into money, and in case said Ella Seales is still living, three thousand dollars (\$3000.) thereof to be first set aside for her use during her life; and in case of her death prior to the death of the survivor of said Harry Wallerson Vaughn and said Dr. David E. Marquis, then from the proceeds of my said estate there shall be paid to the First Presbyterian Church of Oakland, Wis., the sum of ten thousand (\$10000.) should there be so much, and if not, the full amount of my estate, and the balance of my estate shall be divided equally between the aforesaid four Boards; and in case the said Ella Seales survive said Harry Wallerson Vaughn and Dr. David E. Marquis; then at her death the three thousand dollars (\$3000.) set apart for her use shall be paid out as follows: First, should there not be enough to pay the First Presbyterian Church of Oakland, Wis., the said ten thousand dollars (\$10000.), then said three thousand dollars (\$3000.) shall be used to make up the said ten thousand dollars (\$10000.) or as much thereof as it will, and any balance of said three thousand dollars (\$3000.) shall be divided equally between said Four Presbyterian Boards.

And it is my will, and I hereby direct that in payment of the cash legacies to be paid to James Vaughn, Minnie, wife of Henry Pugsley, and E. L. Vaughn, and in the converting of my estate into money at any time that my executors and trustees shall take such reasonable time as they may need to convert the necessary assets into cash, for the purpose of paying them without making a sacrifice of any of my

Copy

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Will of Mrs. Vaughn - Margins

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property. #

Eleventh, If I shall not have sufficient property to provide for the payment of the six hundred dollars (600.) annual payment to be made to Harry Waller Vaughn and the legacies herein mentioned, then it is my will that after the payment of my just debts and funeral expenses, that my executors and trustees first make ample and sure provision for the payment of said six hundred dollars (600.) annually to him as herein provided by setting aside for that purpose, property the income from which will be sufficient to meet annually such payment, or in any other manner which to my said executors and trustees may seem expedient and best, and thereafter the provisions of this will be carried out in their order; that is the first named shall be first in right and in that order until nothing remains.

Twelfth: Should the persons hereinafter nominated and appointed as executors and trustees, or either of them, die or refuse to accept the trust, the vacancies thus caused shall be filled by appointment by the county court or the judge thereof for Ashland County, Wis.

It is hereby authorized and requested to make the same subject to the approval of the trustees of the Vaughn Library association of the city of Ashland, Wis.

I hereby direct that my said executors and trustees shall receive each the sum of two thousand dollars (\$2000.) for their services in addition to such compensation as the county judge of said Ashland County may from time to time fix and allow, said two thousand dollars (\$2000.) to be paid, one thousand dollars (\$1000.) each when he shall be discharged from his trust, and one thousand dollars (\$1000.) to each in three years from the date of his acceptance of the trust, and in any event to be paid the full amount up to the said two thousand dollars (\$2000.) in

addition to any compensation allowed by the county judge, when he shall be discharged from his trust.

Thirteenth: It is my will that I be buried by the side of my husband XXXX John to Samuel S. Vaughan in Mt. Hope Cemetery, Ashland Wis.

I do hereby appoint John N. Burch of Ashland, Wis. and J. W. Clarke of Ashland, Wis.; executors and trustees of this my last will and testament and hereby authorize and empower them, the said John N. Burch and J. W. Clarke to compound, compromise and settle any claim or demand which may be against or in form of my said estate giving to my said Executors and trustees power to sell and dispose of my real estate or to lease the same in such manner as in their judgment shall best promote my intentions and purposes herein expressed. In witness whereof, I have here unto set my hand and seal this 31 day of December A. D. 1900.

(Signed) Emeline E. Vaughan-Marguis.

The above instrument consisting of 5 pages was on the 31st day of Dec. A. D. 1900, signed, sealed, published and declared by Emeline E. Vaughan-Marguis to be her last will and testament in the presence of us, who at her request and in her presence and in the presence of each other have signed our names hereto as attesting witnesses.

L. A. Lamoignon, Ashland.

Wm. F. Shea,

Ashland.

W. B. Hory,

Ashland.

Admitted to Probate Mar. 5, 1901.

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Copy of letter from trustees to Mrs. Weissert, Treasurer.
Burch and Lamoreaux. Dec. 7, 1914.

In reply to your inquiry as to why the income fluctuates from year to year. The principal item that affects the income of the estate in this respect is the income derived from the dividends of the Northern Chief Iron Co. The income of the Nor. Chief Iron Co., consists in the main, of royalties from operating companies who lease the lands from the Nor. Chief and operate the mines, the output of which is dependent, largely, on the market. Some years when there is an especially good demand for ore the output of course is larger, and the larger the output the more our royalty. The past year has been a very poor year in the ore business, that is to say the year 1914, and our income this year will be cut considerably, thereby making a considerable decrease in the amount that we will have to divide in our next report. Our income from interest receipts, from mortgages etc is gradually increasing as we from time to time dispose of unproductive real estate, the proceeds from which we derive more interest income, at the same time lessening our outgo or taxes. Assuring you of our willingness to give you information at any time,
Burch & Lamoreaux.

Witness - H. C. Burt
" - A. G. Weissert.
H. S. M. S. of Presb. Church / Wis. { Hannah R. Veader, Pres.
Mary Lee - Vice - "
Mary E. Weissert, Treasurers.

Handwritten note:
I have signed for
the 31st day of

To all whom it may concern —

Whereas, by the will of the late Emeline Vaughn - Marguis,
a legacy was left to the Presbyterian Board of Home Missions
in Wisconsin and

Whereas, between the Board of Home Missions of the
Presbyterian Church of the U.S.A. and the Woman's Synodical
Society of the Presbyterian Church in Wis. it has been
arranged that the said legacy shall be administered under
the joint direction of the Woman's Board of Home Missions and the
^{Woman's Synodical} ~~W.S.M.S.~~ ^{Society} of Presb. Church of Wis. and in either case for
work in that state and further that altho the legacy shall
actually be receipted for by and passed thro' the Treasury of
the ^{fill mt} W.S.M.S. of Wis. the amount shall by the Treasurer of
that Society be transmitted to the Treasurer of the Woman's
Board of Home Missions for use as here in before expressed.
Now therefore, to carry out the said arrangement it is agreed
by and between the Board of Home Missions of Presb. Church
of U.S.A. and the W.S.M.S. of Presb. Church of Wis. that the
said Presbyterian Board shall in turn waive any and all
claims to the said legacy, consent to the payment of the same to
the W.S.M.S. of the Presb. Church of Wis., and sign a paper to that
effect and that thereupon the said legacy when received by the W.S.M.S.
of Presb. Church of Wis. shall by its Treasurer ^{leg-} transmitted to the Treasurer
of Woman's Board of Home Missions and that the amount thus received
shall be administered under the joint direction of the Woman's Board of
Home Missions and the W.S.M.S. of Presb. Church in Wis. for work in the
State of Wis. as herein before set forth.

In witness whereof the said Board of Home Missions and said W.S.M.S. have caused
this instrument to be duly signed and sealed with their corporate seals and
attested by their secretaries this date of Feb. 4, 1903

Board of Home Missions of Presb. Church U.S.A.
(Refer to preceding page for signature of witnesses). E. L. Thompson, Secy.

**ARTICLES OF INCORPORATION
OF THE
Woman's Synodical Missionary Society of Wisconsin
As Amended 1908-1915**

ARTICLE I—Name

OK This Society shall be called "The Woman's Synodical Missionary Society of the Presbyterian Church in Wisconsin."

ARTICLE II—Constituents

OK It shall consist of the accredited membership of all Woman's Missionary Societies in the Presbyterian Synod of Wisconsin, and of individuals contributing to the work of the Synodical Society directly through the Presbyterial Treasurers.

ARTICLE III—Object

OK The object of this Society shall be to do missionary work in the State of Wisconsin and in other states, territories and possessions of the United States and foreign lands; and in furtherance of this purpose to work in harmony with and in conjunction with the Synod of Wisconsin, the Woman's Missionary Boards of the Presbyterian Church of the United States, and the General Assembly in the United States of America, and to enlarge, strengthen and unify the work of the societies.

ARTICLE IV—Officers

Section 1. The government of this Society shall be vested in a board of directors, elected by ballot, consisting of one hundred and five (105) members; the directors shall be divided into three classes. At the annual meeting in October, 1915, thirty-five (35) directors shall be elected for one (1) year; thirty five (35) for two (2) years; and thirty-five (35) for three (3) years, and thereafter thirty-five (35) directors shall be elected in each year for a term of three (3) years nine (9) members of whom shall constitute a quorum for the transaction of business.

Section 2. The officers shall be a President, first Vice-President, second Vice-President and third Vice-President, twelve (12) additional Vice-Presidents, Recording Secretary, Corresponding Secretary and Treasurer, and eighteen (18) Trustees. Such officers shall be elected annually by ballot by the Board of Directors from among their members at the first meeting after the annual meeting of the Society. The tenure of office shall be for one year, and until their successors are elected and qualified.

OK Section 3. There may be from time to time such additional officers and assistants elected or appointed as the Board of Directors may authorize.

Section 4. There shall also be elected from among the Board of Directors eighteen (18) trustees, which said trustees shall be divided into three classes, and shall be elected so that one-third shall hold office for the term of one year; one-third for the term of two years and one-third for the term of three years, from October 10, 1901. All Trustees elected subsequent to the election in October, 1901, shall hold their offices for the term of three years, except when elected or appointed to fill vacancies. When any vacancy occurs the Board of Directors shall fill the same until the next annual meeting of the

SUMMARY BY PRESBYTERIES

	Chippewa	La Crosse	Madison	Milwaukee	Winnebago	Totals
Foreign missions	\$ 618.80	\$ 195.00	\$1,644.70	\$2,012.95	\$ 996.80	\$ 5,468.25
Home missions	465.24	169.00	828.90	1,457.21	541.32	3,461.67
Freedmen	113.10	47.00	200.00	387.20	252.50	999.80
Wisconsin missions	113.76	37.00	43.00	308.00	400.00	901.76
Total, Mission Boards	\$1,310.90	\$ 448.00	\$2,716.60	\$4,165.36	\$2,190.62	\$10,831.48
Synodical fund	34.60	9.30	42.90	52.00	42.05	180.85
Presbyterial fund	52.18	23.15	56.75	67.16	61.75	260.99
Schp., Carroll College				60.00		60.00
Ely memorial fund			80.55			80.55
Wisconsin Presbyterian	8.00		13.00	17.00	16.00	54.00
Presbyterial totals	\$1,405.68	\$ 480.45	\$2,909.80	\$4,361.52	\$2,310.42	\$11,467.87

Prepared by MRS. GRACE DEY JACOBUS.

Woman's Synodical Missionary Society of the Presbyterian Church
in Wisconsin.

ARTICLE V—Duties of Officers

Section 1. The President shall preside at all meetings of the Society and of the Board of Directors. She shall sign all vouchers, have general supervision of the work, and shall, subject to the approval of the Board of Directors, appoint such standing and special committees as the Board shall determine.

Section 2. The Vice-Presidents shall assist the President in her duties and preside, upon request, in her absence.

Section 3. The Recording Secretary shall keep the minutes of the annual and quarterly meetings; notify new officers of their election and committees of their appointments; also give notice of regular and special meetings, and shall act as Secretary of the Board of Directors and of the Executive Committee.

Section 4. The Corresponding Secretary shall attend to all the correspondence of the Society and of the Directors. She shall ascertain quarterly the condition of the auxiliary and Presbyterian Societies and report the same at the quarterly meetings of the Board of Directors. She shall notify the Secretaries of the Presbyterian Societies of the time and place of the annual and quarterly meetings, requesting delegates to the same. She shall prepare annual reports for the Woman's Boards and for the Synod of Wisconsin.

Section 5. Additional Officers and Secretaries for specific work shall attend to such work as shall be assigned them by the President or by the Board of Directors.

Section 6. The duties of the Treasurer shall be to receive legacies and moneys for the expenses of this Society and for the objects for which it is formed, and to disburse the same as the Board shall direct. All bills for expenses shall be approved by the President or by the Executive Committee.

Section 7. The duties of the Trustees shall be to advise the Society as to the investment of all legacies and gifts and to have charge of the same, subject to the approval of the Board of Directors. The President shall appoint annually a chairman of Trustees and an Auditor from among the members of this body.

ARTICLE VI—Annual Meetings

Section 1. The Annual Meeting of this Society shall be held at the time and place of the meeting of the Synod of the Presbyterian Church in Wisconsin (unless otherwise determined by the Board of Directors), when the Board of Directors shall be elected, reports made of the progress of the work and the condition of the Treasury, and such business transacted as the condition of the Society may require.

14. Section 2. Each auxiliary society shall be entitled to three delegates to the Annual Meeting, one of whom shall be its Secretary.

ARTICLE VII—Election of Officers

Section 1. All members of auxiliaries in attendance at the Annual Meeting shall have the privilege of voting on the election of Directors and on all constitutional questions.

Section Thirty members shall constitute a quorum at any annual meeting.

ARTICLE VIII—Contingent Fund

The expenses of this Society shall be raised by a collection taken at each annual meeting and an assessment levied pro rata upon the auxiliary societies.

ARTICLE IX—Amendments

This constitution may be amended at any annual meeting of this Society by a majority vote of its constituents, notices of proposed amendments having been duly given at least two months before the Annual Meeting.

BY-LAWS

ARTICLE I—Board of Directors

Section 1. The Board of Directors shall meet immediately at the close of the annual meeting for the election of officers and for the transaction of other business.

Section 2. The Board shall also meet quarterly on the first Wednesday of December, March, June and September, and at the call of the President.

Section 3. The duties of the Board of Directors shall be to transact all necessary business of this Society; to make all arrangements for its annual meeting, and to fill all vacancies in the Board of Officers occurring between the annual meetings.

All resignations from the Board of Officers, or from the Board of Directors, shall be sent in writing to the Recording Secretary.

ARTICLE II—Expenses of Meetings

The expenses of such officers, speakers and delegates as the Executive Committee may designate may be paid from the contingent fund of the Society.

ARTICLE III—Committees

Section 1. The standing committees of this Society shall be:

1. An Executive Committee, to be called together upon need by the President, to consist of such officers and chairmen of standing committees as may be available upon two day's notice; five members of which shall be a quorum for the transaction of business. Action taken by this committee shall be reported to the Board of Directors for ratification.

2. A Committee on Domestic Missions and Church Aid.

3. A Committee on Articles of Incorporation and By-laws.

4. A Committee on Nominations. This committee shall consist of a representative from each Presbyterial Society, to be appointed by the President. This committee shall present at the annual meeting names of those willing to serve as Directors of this Society.

Wisconsin's Advisory Vice-Presidents of the Woman's Board of Home Missions and Auxiliary Vice-Presidents of the Woman's Presbyterian Board of Missions of the Northwest shall be elected by ballot at the annual meeting of the Synodical Society, the names of such nominees being presented by the Nominating Committee.

5. A Committee on Annual and Quarterly Meetings, which shall consist of the Vice-Presidents resident in Milwaukee, who shall provide places and programs for these meetings.

6. A Committee on Resolutions.
 7. A Committee on Plan of Work, consisting of seven (7) members, one from each of the five Presbyteries, appointed by the President from among the trustees, together with the President and the Treasurer of the Society ex-officio.
 8. A Committee on the Year Book.
- All Chairmen of Committees, unless otherwise provided for, shall be appointed by the President at the annual meeting of the Board of Directors, and shall hold office until their successors are appointed.

ARTICLE IV—Additional. Officers

There shall be three (3) General Secretaries, a Secretary for Missionary Correspondence, Secretary for Freedmen, Secretary for Young People and Children, Secretary for Westminster Guild, Secretary for Literature, Secretary for Missionary Education, Secretary for Extension Work, and such others as the Board of Directors may decide upon, the same to be elected annually by ballot, from among their own number.

ARTICLE V—Presbyterial Societies

Each Presbyterial Society shall elect its own officers and shall report at once the result of such election to the Synodical Corresponding Secretary, and shall also furnish complete lists of all officers of auxiliaries for the Synodical Year Book.

ARTICLE VI—Auxiliaries

This Synodical Society being auxiliary to the Woman's Board of Home Missions of the Presbyterian Church in the United States of America and to the Woman's Presbyterian Board of Missions of the Northwest, any adult missionary society may become auxiliary to this society by transmitting its contribution to these Boards through its Presbyterial Treasurer, and such societies shall constitute the accredited membership of the Synodical Society.

ARTICLE VII—Amendments

Amendments to these By-Laws may be made at any annual meeting of this Society or at any quarterly meeting of the Board of Directors by a vote of the majority of the members present and voting, notice of such amendment having been given at any previous meeting of the Board of Directors.

ARTICLE VIII—Rules of Order

All meetings of the Society, of the Board of Directors, and of the Executive Committee and sub-committees shall be governed by Robert's Rules of Order in all cases when they are not inconsistent with the Articles of Incorporation and the By-laws of this Society.

FORM OF BEQUEST

I give and bequeath to the Woman's Synodical Missionary Society of the Presbyterian Church in Wisconsin, incorporated October 29, 1901, the sum of.....dollars
for the

RESIDUARY CLAUSE

All the rest, residue and remainder of my real and personal estate
I devise and bequeath unto the Woman's Synodical Missionary So-
ciety of the Presbyterian Church in Wisconsin, incorporated October
29, 1901, for.....

FORM OF DEVISE

(Real Estate)

I give and devise unto the Woman's Synodical Missionary Society
of the Presbyterian Church in Wisconsin, incorporated October 29,
1901, all.....with the appurtenances
in fee simple, for the use and benefit of.....

1-56-1-
The undersigned, a minority of the committee on Articles of Incorporation and By-Laws, not agreeing with the majority, yet desiring to simplify and modify the Constitution and By-Laws wherever it is advisable, desires to express her views in the case.

Article I Name
Article II Constituents
Article III Objects
Article IV Officers.

Sec. 1. Same as Yearbook 1917-1918.

Sec. 2. The officers shall be a President, First Vice-President, Second Vice-President, Third Vice-President, Twelve Honorary Vice-Presidents, Recording Secretary, Corresponding Secretary, Treasurer, Secretary for Associate Members, Secretary for Freedmen, Secretary for Literature, Secretary for Missionary Correspondence, Secretary for Missionary Education, Secretary for Westminster Guild, Secretary for Young People and Children and such additional officers and assistants as the Board of Directors may authorize.

Sec. 3. These officers shall be elected annually by ballot by the Board of Directors from among its own number at the first meeting after the Annual Meeting of the Society. The tenure of office shall be for one year, and until their successors are elected and qualified.

Sec. 4. The Board of Directors shall fill all vacancies.

Article V Meetings.

Sec. 1. Same as Yearbook 1917-1918 Art. VI.

Sec. 2. All members of auxiliaries in attendance at the Annual Meeting shall have the privilege of voting on the election of Directors and on all constitutional questions. Thirty members shall constitute a quorum for the transaction of business.

Sec. 3. Special meetings of this Society for Missionary programs may be called by the President.

Article VI Contingent Fund.

Same as Yearbook 1917-1918.

Article VII Amendments.

This constitution may be amended at any Annual Meeting of this Society by a majority vote of the members of auxiliaries present due notice having been given at least two months before the Annual meeting.

~~Article III Expenses of Meetings.~~

~~Same as Yearbook 1917-1918.~~

~~By-Laws - Art. II.~~

2

BY - LAWS

Article I - Board of Directors.

Sec. 1 & 2. Same as Yearbook 1917-1918 Art. I.

Sec. 3. The duties of the Board of Directors shall be to transact all necessary business of this Society; to make all arrangements for its annual meeting; to employ an expert accountant to audit the books of the treasurer annually, and to fill all vacancies in the Board of Officers occurring between annual meetings.

Article II - Duties of Officers.

Sec. 1. The President shall preside at all meetings of the Society and of the Board of Directors. She shall sign all vouchers, have general supervision of the work, assist all secretaries in the work of their departments and shall, subject to the approval of the Board of Directors, appoint such standing and special committees as the Board shall determine.

Sec. 2. The Vice Presidents shall assist the President in her duties and preside upon request in her absence.

Sec. 3. The Honorary Vice Presidents shall constitute an advisory committee whose duty it shall be to assist the Board in every way possible.

Sec. 4. The Recording Secretary shall keep the minutes of annual and quarterly meetings; notify new officers of their election and committees of their appointments; also give notice of regular and quarterly meetings, and shall act as Secretary of the Board of Directors and of the Executive Committee. She shall also receive in writing all resignations of officers and directors.

Sec. 5. The Corresponding Secretary shall attend to all the correspondence of the Society and Board of Directors not specially assigned to other members, shall ascertain quarterly the conditions of the auxiliary and Presbyterial Societies and report the same at the quarterly meetings of the Board of Directors and the Annual Meeting; shall notify Secretaries of the Presbyterial Societies of the time and place of the Annual and Quarterly meetings, requesting delegates to the same. She shall prepare annual reports for the Womans Boards.

Sec. 6. The Treasurer shall receive legacies and moneys for the expenses of this Society and for the objects for which it is formed, and shall disburse the same as the Board of Directors shall direct. All bills for expenses shall be approved by the president and by the member contracting the bill.

Sec. 7. The Secretary for Associate Members shall through the Presbyterial secretaries endeavor to awaken an interest among the women not already interested in missions. She shall present a report at quarterly and Annual meetings.

Sec. 8. The Secretary for Freedmen conducts the correspondence relative to the Woman's Department of the Board of Missions for Freedmen. She shall keep informed regarding the needs of this field and present these to the Presbyterial Secretaries from whom she shall receive quarterly reports. She shall present a written annual report to the Synodical Society.

- 3
- Sec. 9. The Secretary for Literature, by correspondence with the Presbyterial Secretaries stimulates an interest in the literature and in the distribution and use of the publications of the Woman's Boards. She presents quarterly reports to the Board of Directors and a written Annual report to the Synodical Society. She shall have for inspection and sale at the Annual meeting a supply of literature and in all ways endeavor to stimulate a wider reading as the means of increased interest.
- Sec. 10. The Secretary for Missionary Correspondence shall correspond with our missionaries on the field and when possible have letters printed.
- Sec. 11. The Secretary for Missionary Education promotes, the extension of knowledge through the various forms of missionary education. She should endeavor to have a Secretary for Missionary Education elected in each Presbyterial Society. She should conduct conferences with these Presbyterial Secretaries at Synodical meetings. She should present quarterly reports to the Boards of Directors and a written report at the annual meeting of the Synodical Society.
- Sec. 12. The Secretary for Westminster Guild through the Presbyterial officer shall organize Chapters and Circles in churches where no organization for young women exists, shall keep in touch with Chapters and Circles already organized and the woman's Boards of Missions. She shall report quarterly to the Board of Directors. She shall present a written report at the Annual meeting of the Society. She shall further the work in every way that seems advisable.
- Sec. 13. The Secretary for Young People and Children conducts the correspondence with the Presbyterial Secretaries for Young People and children, informing them of special work assigned to them by the Board of Directors of Publications and approved plans and methods. She presents quarterly reports on the growth and progress of the work to the Board of Directors and a written report at the Annual meeting of the Society.
- Sec. 14. Additional Officers and Assistants for specific work shall attend to such work as shall be assigned to them.

Article III Expenses of Meetings.

Same as Yearbook 1917-1918.

By-Laws - Art. II.

Article IV. Committees.

Sec. 1. The standing committees of this Society shall be:

1. An Executive Committee to consist of the officers of this Society with the five Presbyterial Presidents, to be called upon need by the Synodical President; five members shall constitute a quorum for the transaction of business. Action taken by this committee shall be reported to the Board of Directors for ratification.
2. A Committee on Domestic Missions and Church Aid, whose duty it shall be to gather statistics of the work done by the women of the Presbyterian churches in Wisconsin, which is not reported through Presbyterial treasurers.

4

Article IV Committees - continued.

3. A Committee on Articles of Incorporation and By-Laws.
4. A Committee on Nominations composed of a representative from each Presbyterial Society not a member of the Board of Directors appointed by the President, together with the Presbyterial presidents, as advisory members, shall present at the Annual Meeting of the Society names of those willing to serve as directors and advisory and auxiliary Vice-Presidents of the Woman's Boards of Missions.

Wisconsin's Advisory and Auxiliary Vice-President.. Same as Yearbook 1917-18.

5. A committee on Annual, Quarterly and Special meetings who shall provide places and programs for these meetings.
6. A Budget Committee consisting of one member from each of the five Presbyterial Societies together with the Synodical President and Treasurer ex-officio shall present a budget at the annual meeting of each Presbyterial Society for its consideration.
7. A Committee on Yearbook.
All Chairmen of Committees unless otherwise provided for; shall be appointed by the President from the directorate, at the Annual meeting of the Board of Directors and shall hold office until their successors are appointed.

Article V - Presbyterial Societies.

Each Presbyterial Society shall elect its own officers and shall report at once the result of such election to the Synodical Corresponding Secretary and shall furnish complete lists of all officers of auxiliaries for the Synodical Yearbook. They shall plan their own program.

Article VI - Auxiliaries.

Same as Yearbook 1917-1918.

Article VII - Amendments.

Amendments to these By-Laws may be made at the Annual Meeting of this Society or at a quarterly meeting of the Board of Directors by a vote of a majority of the members present, notice of such amendment having been given at the previous meeting of the Board of Directors.

Article VIII- Rules of Order.

Same as Yearbook 1917-1918.

Respectfully submitted,

(Mrs. L. C.) Florence Weissert Sleeper (Signed)

Bring this copy to the Annual Meeting.

VIEWS OF THE MINORITY

The undersigned, a minority of the committee on Articles of Incorporation and By-Laws, not agreeing with the majority, desires to express her views in the case.

If the proposed constitution and by-laws are adopted it will mean subjecting the society to an autocratic form of government. The executive committee at the call of one person will be the real governing body despite the clause, Art. IV, Sec. 1 of the proposed constitution, printed in the July issue of The Wisconsin Presbyterian, which states that the government of this society shall be vested in a board of directors. Important business that cannot be foreseen will arise between the annual meetings of the board of directors. As there is no board meeting specified for the time intervening, according to Robert's Rules, page 207, an executive committee shall have all the power of the board between meetings of the board. So the executive committee could conduct all business during the time between the annual meetings of the board of directors. Art. III, Sec. 1 of the proposed by-laws does state that all recommendations made by the executive committee shall be presented to the board for ratification. However, it must be noted that this section does not specify that **all action** taken by the executive committee must be ratified by the board. Action might be taken without a thought of recommending it to the board or again, it might not prevent action first being taken and recommendation being left until the annual meeting of the board when the form of ratifying an accumulated list of recommendations might be observed. A case, during the past year, could be cited of action taken by the executive committee and put in operation after which it was brought before the board which declined to ratify the action.

My reasons are fourfold for believing that the board of directors under the proposed constitution would not meet between annual meetings and the executive committee would transact all business.

First, quarterly meetings will be abolished. It is necessary to have fixed board meetings between the annual meetings so that the executive committee will not have to act for the board as stated above. These regular meetings have the value of being always at a definite time so that members may adjust their plans accordingly, whereas a hasty call to attend a special meeting of the board may not find those members ready. As the income from the Vaughn-Marquis legacy is not determined until March and as the fiscal year of our three women workers commences in April, it is necessary that a business meeting be held at this season every year. A regular meeting at this time should be specified. Then in years past these quarterly meetings have brought inspiration and information to many who could not attend the annual meeting. It may be the thought of the framers of these amendments to have a special meeting of the **society** for just this purpose. However, you will note that although such a meeting is mentioned twice there is no provision made for calling one.

A second reason for believing that the board would not meet between annual meetings is because of the restriction put upon the quorum, Art. 4 Sec. 1 of proposed constitution—at least three presbyterial societies shall be represented in a quorum. We all approve of the theory, but past experience has proved its impracticability. Those directors making a long trip at their own expense might needlessly expend time and money if the meeting were adjourned because of this restriction. It might be possible that the annual meeting would be held in a remote part of the state and only two presbyterial societies represented. How could business be transacted—officers elected?

A third reason for believing that there is no thought of a board of directors' meeting between the annual meetings is that the executive committee may fill any vacancy among the officers or directors until the next annual meeting. See Art. IV, Sec. 4 of proposed constitution. This would seem to be an unusual privilege, for according to the Wisconsin Statutes on Private Corporations, Section 1776, the board of directors has that power.

My fourth reason for believing that it is not expected that the board will meet between annual meetings is found in the provision for the appointment of standing committees. Art. V, Sec. 1 of proposed constitution states that the standing committees shall be appointed subject to the approval of the executive committee, not the board as heretofore. As a committee is responsible to the body appointing it, then the standing committees will report to the executive committee not to the board of directors.

Another query pertaining to this section—Robert's Rules classifies committees into special and standing. Why is auditing committee in a class by itself?

The proposed by-laws are not clear in regard to the personnel of the executive committee. Who are the executive officers? Art. III, Sec. 1 of proposed by-laws.

As five members of the executive committee shall constitute a quorum then its majority of three may decide all business of the society. These five or three members may be residents of the same city and even members of the same church for there is no restriction in regard to presbyterial society representation in this quorum.

The special secretaries, such as Secretary for Young People and Children, Secretary for Westminster Guild or Secretary for Freedmen, are not to be members of the executive committee and need not be di-

rectors. See proposed by-laws, Art. III, Sec. 1 and 4; Art. IV, Sec. 1. It is from these specialists that the executive committee and the board of directors gain information and their judgment based on close contact with the affairs of their respective departments is necessary for the furthering of missionary interests. We must not forget that this society is primarily a missionary society and secondarily a business organization. Furthermore, these secretaries may be debarred from voting on affairs very vital to their work if they are not allowed to sit in executive session or are not members of the board of directors. Can you conceive of a really good secretary continuing in office if her office is not recognized with dignity?

Art. II of the proposed by-laws states that the expenses of the members of the executive committee attending meetings and the expense of such officers, speakers and delegates as the executive committee may designate may be paid from the contingent fund of the society. This does not seem quite clear—the expenses of members of the executive committee. Does it mean attending executive sessions, board meetings, annual meetings or just the former?

It does not seem fair that the expenses of the executive committee should be paid when the expenses of the real governing body, the board of directors, are not considered. In either case the assessment levied upon the auxiliary societies to defray these expenses, would be too heavy, for it would be the local societies that would have to bear the additional burden. Art. VII of proposed constitution states that the contingent fund shall be maintained by offerings at each annual and special meeting of this society and an assessment levied pro rata upon the auxiliary societies. The number of meetings will have been reduced. At present offerings are taken at the quarterly and annual meetings so there would be less revenue from that source. The present tax of ten cents per capita together with the offerings and interest from the Vedder contingent fund meets the present expenses, so if an additional tax for traveling expenses of the executive committee (for this is an innovation) is to be met, it means that the societies will be taxed an additional amount.

It should be explained here that in past years private donations, to the amount of one hundred dollars, have been made to the contingent fund. For this reason there has always been a balance on hand. However, these donations cannot be counted upon, as they are uncertain.

By careful estimation the railroad fare, including sleeper, of the executive committee for a single meeting, for instance in Milwaukee, would be just \$66.64, almost \$70.00. This would mean that every time the executive committee met every local society would be taxed one dollar. Will they accord it?

Possibly one reason for not requiring the special secretaries to be directors is because of the proposed reduction of directors from 105 to 45. It would seem wiser that the number of directors remain 105 so that the field might be sufficiently large for a proper selection of officers and at the same time insure fair representation. The only objections offered to the present number has been that the number looks so large and that 105 postals as notices for board meetings must be mailed.

Art. V, Sec. 2 of proposed by-laws states the exact number of directors to be elected from each presbyterial society. This would seem entirely unnecessary. Art. IV, Sec. 1 of proposed constitution specifies that directors shall be apportioned among the presbyterial societies according to the number of auxiliaries in each society. Besides this section would be subject to constant amendment as the number of societies change each year in the various presbyterial societies. Then too, the boundaries and number of presbyterial societies may also be changed.

Whenever the constitution is amended it must be presented to the Secretary of State for approval and then placed on file in the Department of State. Amending the by-laws alone does not entail this formality. If the proposed amendments to the constitution are adopted I feel certain that in a year or so the society again will be obliged to go before the Secretary of State to amend the constitution. Do we as a society wish to go on record as an uncertain, changeable-minded group of women?

In view of all these objections based on the very fundamental principles of the proposed constitution and by-laws, I recommend that the majority report be not adopted, but for the present and until there seems to be more uniformity of thought, that the present constitution be continued with slight amendments to the by-laws which will not be attended by such legal formality. I would therefore amend the by-laws appearing in the year book 1917-18 as follows: Art. III Sec. 1, omit phrase, "as may be available upon two days' notice," and insert "together with the presidents of the presbyterial societies," to read, "An executive committee to be called together upon need by the president to consist of all officers, chairmen of standing committees, together with the presidents of the presbyterial societies; five members of which shall be a quorum for the transaction of business. Action taken by this committee shall be reported to the board of directors for ratification."

Art. III, Sec. 5, substitute word "available" in place of phrase "resident in Milwaukee" so that it shall read, "A committee on annual and quarterly meetings which shall consist of the available vice-presidents, who shall provide places and programs for these meetings."

Art. IV, substitute "Secretary for Associate Members" in place of "Secretary for Extension Work."

Respectfully submitted,

FRANCES WELLES.

Proposed Amendments to the Articles of Incorporation and By-Laws of the Woman's Synodical Missionary Society of Wisconsin, submitted by the committee of same August 10, 1920, and signed by the following members:

Sada Williams	-	<i>Annaberg Presbytery</i>	
Lottie Benjamin	-	<i>Milwaukee</i>	"
Ethel Fisher	-	<i>Chippewa</i>	"
Luella Sanders	-	<i>La Crosse</i>	"
Mabel Collins	-	<i>Madison</i>	"

(For omitted articles and sections, and for comparison, refer to the Articles of Incorporation in the Year Book for 1917-1918.)

The Auxiliaries of the Synodical Society in this state are urgently requested to give careful consideration to the following amendments and to send instructed delegates to the annual meeting to be held at Madison in October, 1920.

CONSTITUTION

Art. I - Name.

Art. II - Constituents.

Art. III- Object.

Art. IV - Officers.

Section 1. The government of this society shall be vested in a board of directors, elected by ballot, consisting of forty-five members to be apportioned among the presbyterial societies according to the number of auxiliaries in each society. The directors shall be divided into three classes. At the annual meeting in October 1921, fifteen directors shall be elected for one year, fifteen for two years, and fifteen for three years, and thereafter fifteen directors shall be elected annually for a term of three years. Nine members, representing at least three presbyterial societies, shall constitute a quorum for the transaction of business.

Sec. 2. The officers of this society shall be a president, first vice-president, second vice-president, third vice-president, recording secretary, corresponding secretary and treasurer. These officers shall be elected annually by ballot by the board of directors from among its own members, at a time set apart for such election on the program of the annual meeting.

Sec. 3.

Sec. 4. When any vacancy occurs among the officers or directors, the executive committee may fill the same until the next annual meeting.

Art. V - Duties of Officers.

Section 1. The president shall preside at all meetings of the society and of the board of directors. She shall sign all vouchers, have general supervision of the work and shall, subject to the approval of the executive committee, appoint such standing and special committees as the board shall determine.

Sec. 2. The vice-presidents shall assist the president in her duties and discharge the same in her absence or disability.

Sec. 3. The recording secretary shall keep a record of the proceedings of the annual meeting of the society and the annual and special meetings of the board of directors and the executive committee, notify new officers and directors of their election and committees of their appointment and give notice of all meetings. She shall also receive in writing all resignations of officers and directors.

Sec. 4. The corresponding secretary shall attend to the correspondence of the society and board of directors, not specially assigned to other members; shall ascertain quarterly the condition of the presbyterial societies and report same at the annual meeting; shall provide speakers for the annual meetings of the presbyterial societies, conferring with the presbyterial presidents and the Boards concerning same; shall secure names of presbyterial and auxiliary officers after their annual election, and shall prepare annual reports for the Woman's Board of Home Missions, the Woman's Board of Foreign Missions, and the Synod of Wisconsin.

Sec. 5. Additional officers and secretaries for specific work shall attend to such work as shall be assigned them by the president or by the board of directors.

Sec. 6. The treasurer shall receive legacies and money for carrying on the work of this society, and disburse the same as the board of directors shall direct. All bills for expenses shall be approved by the president, and by the member contracting the bill.

Art. VI - Meetings.

The annual meeting of this society shall be held at the time and place of the meeting of Synod of the Presbyterian church in Wisconsin, (unless otherwise determined by the board of directors). At this time the board of directors shall be elected, any other needful business of the society transacted, and reports made of the progress of the work and the condition of the treasury. Twenty members shall constitute a quorum.

Sec. 2.

Sec. 3. All delegates of auxiliaries and all individual members in attendance at the annual meeting shall have the privilege of voting on all matters referring to the society.

Art. VII- Contingent Fund.

A contingent fund for defraying administration expenses shall be maintained by the society.

Art. VIII- Amendments.

This constitution may be amended at the annual meeting of this society by a majority vote of the delegates from auxiliaries and individual members of the society present and voting, providing that notices of proposed amendments have been duly given at least two months before the annual meeting.

BY-LAWS.

Art. I - Board of Directors.

Section 1. The board of directors shall meet at a time set apart on the program of the annual meeting of the society for the election of officers and such other business as may properly come before it.

Sec. 2. Special meetings of the board of directors may be called by the president or by the recording secretary on the written request of any three directors.

Sec. 3. The board of directors of this society shall be apportioned among the five presbyterial societies as follows: Chippewa Presbytery shall be represented by six members, LaCrosse by three members, Madison by nine members, Milwaukee by fifteen members and Winnebago by twelve members.

Art. II - Expenses of Meetings.

Section 1. The expenses of members of the executive committee attending meetings and the expenses of such officers, speakers, and delegates as the executive committee may designate shall be paid from the contingent fund of the society.

Sec. 2. A contingent fund shall be maintained by offerings made at each annual and special meeting of this society and an assessment levied pro rata upon the auxiliary societies.

Art. III- Committees.

Section 1. The standing committees of this society shall be: (1) An executive committee to be called upon need by the president, which shall consist of the executive officers (see Art.IV-Sec.2 of Constitution) together with the presidents of the presbyterial societies. Five members of this committee shall constitute a quorum. All recommendations made by the executive shall be presented to the board of directors for ratification.

Sec. 2. A committee on domestic missions and church aid whose duty it shall be to gather statistics of the work done by the women of the Presbyterian churches in the state of Wisconsin which is not reported through the presbyterial treasurers.

Sec. 3.

Sec. 4. A committee on nominations. This committee shall consist of a representative of each presbyterial society to be appointed by the synodical president. The president of each presbyterial society shall be a member ex-officio of this committee. This committee shall present at the annual meeting of the society names of those willing to serve as directors of this society and names of those willing to serve as secretaries of special departments of work.

Wisconsin's advisory vice-presidents of the Woman's Board of Home Missions and auxiliary vice-presidents of the Woman's Board of Foreign Missions, one of whom shall be a synodical secretary, shall be elected by ballot at the annual meeting of the synodical society, the names of such nominees being presented by the nominating committee.

Sec. 5. A program committee of annual and special meetings of the society and board of directors, consisting of the executive officers who shall provide places and programs for these meetings. A member of the auxiliary of the entertaining church shall be invited to help plan for said meeting.

Sec. 6. A budget committee, to co-operate with the president and treasurer of this society, whose duty it shall be to present a budget at the annual meeting of each presbyterial society for its consideration and adoption.

Sec. 7. A committee on year book.

Sec. 8. An auditing committee.

Art. IV - Additional Officers.

Section 1. A secretary for missionary correspondence, a secretary for Freedmen, a secretary for young people and children, a secretary for Westminster Guild, a secretary for literature, a secretary for missionary education, a secretary for associate members, and such others as the board of directors may decide upon shall be elected from the society at the annual meeting of this society, names of those willing to serve being presented by the nominating committee.

Art. V - Auxiliaries.

The synodical society being auxiliary to the Woman's Board of Home Missions of the Presby. church in the U.S.A. and to the Woman's National Board of Foreign Missions, any adult missionary society may become auxiliary to this society by transmitting its contributions to these boards through its presbyterial treasurer, and such societies shall constitute the accredited membership of the synodical society.

Art. VI - Amendments.

Amendments to these by-laws may be made at the annual meeting of this society by a majority vote of the delegates from auxiliaries and individual members present and voting, or at a meeting of the board of directors by a vote of the majority of the members present and voting provided that notices of such amendments have been duly given at least two months before such meeting.

Art. VII- Rules of Order.